

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re: ) Chapter 11  
W. R. GRACE & CO., et al.<sup>1</sup> )  
Debtors. ) Case No. 01-01139 (KJC)  
 ) (Jointly Administered)

**NOTICE OF FILING OF EFFECTIVE DATE DOCUMENTS**

TO: Parties required to receive notice pursuant to Del. Bankr. LR 2001-1.

**PLEASE TAKE NOTICE** that on February 21, 2011, the above-captioned debtors and debtors-in-possession (collectively, the “*Debtors*”) filed their *First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace and Co., et al., the Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants’ Representative, and the Official Committee of Equity Security Holders As Modified Through*

1 The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.) (“Holdings”), W. R. Grace & Co.-Conn. (“Company”), A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food >N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, and H-G Coal Company.

*December 23, 2010* [Docket No. 26368] (including all exhibits and schedules attached thereto, the “Plan” and such exhibits to the Plan, the “Original Plan Exhibits”).<sup>2</sup>

**PLEASE TAKE FURTHER NOTICE** that, in anticipation of the occurrence of the Effective Date of the Plan, the following exhibits to the Plan (collectively, the “Updated Plan Exhibits”) have been updated to, among other things, account for changes due to the passage of time since the Original Plan Exhibits were filed:

1. PI Trust Agreement (Plan Exhibit 2)
2. PD Trust Agreement (Plan Exhibit 3)
3. Schedule of Settled Asbestos Insurance Companies Entitled to 524(g) Protection (Plan Exhibit 5)
4. Asbestos Insurance Transfer Agreement (Plan Exhibit 6)
5. Cooperation Agreement (Plan Exhibit 10)
6. Deferred Payment Agreement (PI) (Plan Exhibit 11)
7. W. R. Grace & Co. Guarantee Agreement (PI) (Plan Exhibit 15)
8. Registration Rights Agreement (Plan Exhibit 17)
9. Rejected Executory Contracts and Unexpired Leases Schedule (Plan Exhibit 18)
10. Retained Causes of Action Schedule (Plan Exhibit 19)
11. Share Issuance Agreement (Plan Exhibit 20)
12. Unresolved Asbestos PD Claims Schedule (Plan Exhibit 21)
13. Warrant Agreement (Plan Exhibit 24)
14. Intercreditor Agreement (Plan Exhibit 26)
15. Deferred Payment Agreement (Class 7A PD) (Plan Exhibit 27)

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Plan (as defined herein).

16. Deferred Payment Agreement (Class 7B ZAI) (Plan Exhibit 28)
17. W. R. Grace & Co. Guarantee Agreement (Class 7A PD) (Plan Exhibit 29)
18. W. R. Grace & Co. Guarantee Agreement (Class 7B ZAI) (Plan Exhibit 30)
19. Sealed Air Registration Rights Agreement (Exhibit 1 to Plan Exhibit 22)
20. Government Release (Exhibit 2 to Plan Exhibit 22)
21. Sealed Air Release (Exhibit 3 to Plan Exhibit 22)
22. Settlement Agreement and Mutual Release (Exhibit 5 to Plan Exhibit 22).
23. Indemnification Agreement (Exhibit 6 to Plan Exhibit 22)
24. Case Management Order for Class 7A Asbestos PD Claims (Plan Exhibit 25)
25. Certificates of Incorporation for the Debtors (Plan Supplement)
26. W. R. Grace & Co. Corporate Bylaws (Plan Supplement)

**PLEASE TAKE FURTHER NOTICE** that, on the date hereof, the Debtors have filed, on the docket maintained in these Chapter 11 Cases, comparisons of the Updated Plan Exhibits showing changes from the Original Plan Exhibits.

**PLEASE TAKE FURTHER NOTICE** that copies of any of the above-referenced comparisons are available for a fee through the Public Access to Court Electronic Records website ([www.pacer.gov](http://www.pacer.gov)). You may also view the comparisons for free on the website of the Debtors' claims administrator, BMC Group Inc. ([www.bmcgroup.com/wrgrace](http://www.bmcgroup.com/wrgrace)). If you have any questions about accessing the comparisons, you may contact the Debtors through BMC Group Inc. as follows:

**Telephone:** BMC's toll-free number: 888-909-0100  
**E-mail:** E-mail address: [wrgraceinfo@bmcgroup.com](mailto:wrgraceinfo@bmcgroup.com)  
**Facsimile:** Facsimile number: 888-316-2354

Dated: January 28, 2014

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